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*Attorneys for Defendants Spencer Strong and Blake McDougal*

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**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF UTAH**

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JOHN WEBER, et al.,

Plaintiffs,

v.

COLLIERS INTERNATIONAL GROUP,  
INC., et al.,

Defendant.

**DEFENDANT BLAKE MCDUGAL'S  
ANSWER AND AFFIRMATIVE  
DEFENSES TO FIRST AMENDED  
COMPLAINT**

Case No. 2:25-cv-00162-DBB

Judge: David Barlow

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Defendant Blake McDougal (“Defendant”), by and through his undersigned counsel of record, hereby Answer to Plaintiffs’ Amended Complaint against him and provides the following answers to the allegations of the Amended Complaint. In Answering the allegations of the Amended Complaint, Defendant’s answers are limited solely to answering the allegations that have been made against him. Defendant is not purporting to answer any allegations directed to any other defendant. Defendant therefore provides the following answers to the allegations asserted against him in the Amended Complaint.

### **RESPONSE TO INTRODUCTION**

The introduction to the Amended Complaint consists largely of arguments to which no response is required. Moreover, the Introduction does not conform to the requirements of Federal Rules of Civil Procedure 8 and 10(b), and thus no response is required. To the extent a response is required, Defendant generally denies the allegations contained in the Introduction to the Amended Complaint, or are without sufficient knowledge or information to form a belief as to the truth of the allegations and therefore Defendant denies them. Defendant specifically denies any allegations contained in the Introduction to the extent those allegations are directed specifically at Defendant.

### **PARTIES**

1. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

2. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

3. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

4. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

5. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

6. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

7. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

8. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

9. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

10. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

11. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

12. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

13. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

14. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

15. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

16. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

17. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

18. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

19. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

20. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

21. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

22. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

23. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

24. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

25. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

26. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

27. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

28. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

29. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

30. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

31. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

32. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

33. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

34. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

35. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

36. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

37. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

38. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

39. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

40. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

41. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

42. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

43. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

44. Admitted.

45. Paragraph 45 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant admits only that he provided certain services on behalf of Millcreek. Defendant otherwise denies the allegations contained in this paragraph.

46. Paragraph 46 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant admits only that he provided certain services on behalf of Colliers. Defendant otherwise denies the allegations contained in this paragraph.



47. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

48. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

49. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

50. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

51. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

52. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

53. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

54. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

55. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

56. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

57. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

58. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

59. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

60. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

61. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

62. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain defendants collectively as the “Colliers/Long Parties.” Answering further, Defendant denies that Plaintiffs’ attempt to lump the individual defendants together is proper or warranted.

63. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

64. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

65. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

66. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

67. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

68. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

69. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

70. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

71. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

72. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

73. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

74. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

75. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

76. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

77. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

78. Paragraph 78 of the Amended Complaint contains legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

79. Paragraph 79 of the Amended Complaint contains legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

80. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

81. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

82. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

83. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain plaintiffs collectively as the “Pine Bluff Plaintiffs.” Answering further, Defendant denies that Plaintiffs’ attempt to lump the individual plaintiffs together is proper or warranted.

84. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

85. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

86. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

87. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

88. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain

plaintiffs collectively as the “Draper Plaintiffs.” Answering further, Defendant denies that Plaintiffs’ attempt to lump the individual plaintiffs together is proper or warranted.

89. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

90. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

91. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

92. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain plaintiffs collectively as the “Lehi Plaintiffs.” Answering further, Defendant denies that Plaintiffs’ attempt to lump the individual plaintiffs together is proper or warranted.

93. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain plaintiffs collectively as the “Crockett Plaintiffs.” Answering further, Defendant denies that Plaintiffs’ attempt to lump the individual plaintiffs together is proper or warranted.

#### **JURISDICTION**

94. Admitted.

95. Admitted.

96. Admitted.

97. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**THE TIC PROGRAM**

98. Defendant denies that he has engaged in or participated in any conspiracy as alleged in paragraph 98 of the Amended Complaint. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

99. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

100. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

101. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

102. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

103. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



104. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

105. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

106. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

107. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

108. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

109. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

110. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain individuals and entities collectively as the “HSH Parties.” Answering further, Defendant denies that Plaintiffs’ attempt to lump these individuals and entities together is proper or warranted.

111. Paragraph 111 of the Amended Complaint contains no allegations to which a response is required. To the extent a response is required, denied.

112. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

113. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

114. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

115. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

116. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

117. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain individuals and entities collectively as “Neuragenex” or as the “Neuragenex Parties.” Answering further, Defendant denies that Plaintiffs’ attempts to lump these individuals and entities together is proper or warranted.

118. Paragraph 118 of the Amended Complaint contains no allegations to which a response is required. To the extent a response is required, denied.

119. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

120. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

121. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain entities as “Pulse Healthcare” or the “Pulse Healthcare Parties.” Answering further, Defendant denies that Plaintiffs’ attempts to lump these entities together is proper or warranted.

122. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

123. Paragraph 123 of the Amended Complaint contains no allegations to which a response is required. To the extent a response is required, denied.

124. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

125. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

126. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

127. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

128. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

129. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

130. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

131. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

132. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

133. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain individuals as “Advisors.” Answering further, Defendant denies that Plaintiffs’ attempts to lump these individuals together is proper or warranted.

134. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

135. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

136. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

137. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

138. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

139. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

140. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

141. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

142. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

143. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

144. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

145. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

146. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

147. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

148. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

149. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

150. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

151. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

152. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

153. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

154. Defendant admits only that he performed certain services on behalf of Millcreek Commercial Properties. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Except as expressly admitted, denied.

155. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

156. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



157. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

158. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

159. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

160. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

161. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

162. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

163. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

164. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

165. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

166. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

167. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

168. Admitted as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further. Defendant denies that he sold any securities.

169. Admitted as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant denies that he sold real estate in either Texas or Arkansas.

170. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

171. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

172. The allegations contained in paragraph 172 of the Amended Complaint contain only legal conclusions to which no response is required. To the extent a response is required, Defendant denies the allegations of this paragraph as being incomplete.

173. The allegations contained in paragraph 173 of the Amended Complaint contain only legal conclusions to which no response is required. To the extent a response is required, Defendant denies the allegations of this paragraph as being incomplete.

174. The allegations contained in paragraph 175 of the Amended Complaint contain only legal conclusions to which no response is required. To the extent a response is required, Defendant denies the allegations of this paragraph as being incomplete.

175. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

176. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

177. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

178. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

179. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

180. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

181. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

182. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

183. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

184. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

185. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

186. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

187. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

188. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

189. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

190. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

191. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

192. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

193. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

194. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

195. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

196. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

197. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

198. Defendant admits only that he had some communications with certain Plaintiffs. Except as expressly admitted, Defendant denies the remaining allegations contained in this

paragraph of the Amended Complaint. With respect to allegations against other individuals, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

199. Defendant admits only that he may have used an email address that included the Colliers' domain and/or Millcreek domain. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

200. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

201. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

202. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

203. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this

paragraph of the Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

204. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

205. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

206. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

207. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

208. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

209. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.



210. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

211. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

212. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

213. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

214. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

215. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

216. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

217. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

218. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

219. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

220. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

221. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

222. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

223. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

224. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended

Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

225. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

226. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

227. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

228. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

229. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the

same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

230. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

231. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

232. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

233. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

234. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

235. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

236. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

237. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

238. Paragraph 238 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

239. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

240. Paragraph 240 of the Amended Complaint contains no allegations to which a response is required. To the extent a response is required, denied.

241. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

242. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

243. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

244. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

245. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant affirmatively states that the document referred to in this paragraph of the Amended Complaint speaks for itself, and must be considered in its entirety, and on said grounds Defendant denies the allegations regarding the documents.

246. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

247. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

248. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

249. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

250. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

251. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

252. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

253. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

254. This paragraph of the Amended Complaint contains no factual allegations directed to Defendant and thus no response by Defendant is required. To the extent a response is required, Defendant admits only that the Amended Complaint purports to refer to certain individuals and entities as “Developer Parties.” Answering further, Defendant denies that Plaintiffs’ attempts to lump these individuals and entities together is proper or warranted.



255. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

256. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

257. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

258. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

259. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

260. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

261. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

262. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

263. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

264. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

265. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

266. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

267. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

268. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

269. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

270. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

271. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

272. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

273. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

274. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

275. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

276. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

277. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

278. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

279. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

280. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

281. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

282. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

283. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

284. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

285. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

286. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

287. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

288. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

289. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

290. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

291. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

292. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

293. Defendant admits only that he may have forwarded certain marketing materials to certain plaintiffs. Defendant denies all remaining allegations contained in this paragraph of the Amended Complaint as it pertains to him. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

294. Defendant admits only that he may have forwarded certain marketing materials, which may have included the Offering Memoranda, regarding certain properties to certain plaintiffs. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

295. This paragraph of the Amended Complaint contains no allegations to which a response is required. To the extent a response is required, denied.

296. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

297. Defendant admits only that he reviewed certain marketing materials, but denies that he prepared any marketing materials. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

298. Defendant admits only that he forwarded certain marketing materials to certain Plaintiffs and otherwise denies the allegations contained in this paragraph of the Amended Complaint, including each subparagraph thereto, as it pertains to him. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

299. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

300. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

301. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

302. Paragraph 302 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant.

Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

303. Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

304. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

305. Paragraph 305 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

306. Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

307. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

308. Paragraph 308 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



309. Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

310. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

311. Paragraph 311 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

312. Defendant denies making any misrepresentations.

313. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

314. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

315. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

316. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

317. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

318. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

319. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

320. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

321. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

322. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

323. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

324. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

325. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

326. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

327. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

328. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

329. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

330. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

331. Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

332. Paragraph 332 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

333. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

334. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

335. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

336. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

337. Paragraph 337 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

338. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

339. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

340. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

341. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

342. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

343. Paragraph 343 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

344. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

345. Paragraph 345 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

346. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

347. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

348. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

349. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

350. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

351. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

352. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

353. Paragraph 353 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

354. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

355. Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

356. Paragraph 356 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied.

357. (misnumbered as paragraph 284) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

358. (misnumbered as paragraph 285) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

359. (misnumbered as paragraph 286) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

360. (misnumbered as paragraph 287) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

361. (misnumbered as paragraph 288) Paragraph 288 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

362. (misnumbered as paragraph 289) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

363. (misnumbered as paragraph 290) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

364. (misnumbered as paragraph 291) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

365. (misnumbered as paragraph 292) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



366. (misnumbered as paragraph 293) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

367. (misnumbered as paragraph 294) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

368. (misnumbered as paragraph 295) Paragraph 295 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

369. (misnumbered as paragraph 296) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

370. (misnumbered as paragraph 297) Paragraph 297 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

371. (misnumbered as paragraph 298) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

372. (misnumbered as paragraph 299) Defendant admits only that he had certain communications with certain Plaintiffs in early 2020, related to a potential investment. Except as

expressly admitted, Defendant denies the remaining allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

373. (misnumbered as paragraph 300) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

374. (misnumbered as paragraph 301) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

375. (misnumbered as paragraph 302) Paragraph 302 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

376. (misnumbered as paragraph 357) Defendant denies making any misrepresentations. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

377. (misnumbered as paragraph 358) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

378. (misnumbered as paragraph 359) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

379. (misnumbered as paragraph 359) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

380. (misnumbered as paragraph 360) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

381. (misnumbered as paragraph 361) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

382. (misnumbered as paragraph 362) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

383. (misnumbered as paragraph 363) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

384. (misnumbered as paragraph 364) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

385. (misnumbered as paragraph 365) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

386. (misnumbered as paragraph 366) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

387. (misnumbered as paragraph 367) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

388. (misnumbered as paragraph 368) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

389. (misnumbered as paragraph 369) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

390. (misnumbered as paragraph 370) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

391. (misnumbered as paragraph 371) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

392. (misnumbered as paragraph 372) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

393. (misnumbered as paragraph 373) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

394. (misnumbered as paragraph 374) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

395. (misnumbered as paragraph 375) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

396. (misnumbered as paragraph 376) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

397. (misnumbered as paragraph 377) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

398. (misnumbered as paragraph 378) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

399. (misnumbered as paragraph 379) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

400. (misnumbered as paragraph 380) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

401. (misnumbered as paragraph 381) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

402. (misnumbered as paragraph 382) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

403. (misnumbered as paragraph 383) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

404. (misnumbered as paragraph 384) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

405. (misnumbered as paragraph 385) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

406. (misnumbered as paragraph 386) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

407. (misnumbered as paragraph 387) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

408. (misnumbered as paragraph 388) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

409. (misnumbered as paragraph 389) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

410. (misnumbered as paragraph 390) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

411. (misnumbered as paragraph 391) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

412. (misnumbered as paragraph 392) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

413. (misnumbered as paragraph 393) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

414. (misnumbered as paragraph 394) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

415. (misnumbered as paragraph 395) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

416. (misnumbered as paragraph 396) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

417. (misnumbered as paragraph 397) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

418. (misnumbered as paragraph 398) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

419. (misnumbered as paragraph 399) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

420. (misnumbered as paragraph 400) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



421. (misnumbered as paragraph 401) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

422. (misnumbered as paragraph 402) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

423. (misnumbered as paragraph 403) Defendant denies making any misrepresentations. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

424. (misnumbered as paragraph 404) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

425. (misnumbered as paragraph 405) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

426. (misnumbered as paragraph 406) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

427. (misnumbered as paragraph 407) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

428. (misnumbered as paragraph 408) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

429. (misnumbered as paragraph 409) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

430. (misnumbered as paragraph 410) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

431. (misnumbered as paragraph 411) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

432. (misnumbered as paragraph 412) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

433. (misnumbered as paragraph 413) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

434. (misnumbered as paragraph 414) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

435. (misnumbered as paragraph 415) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

436. (misnumbered as paragraph 416) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

437. (misnumbered as paragraph 417) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

438. (misnumbered as paragraph 418) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

439. (misnumbered as paragraph 419) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

440. (misnumbered as paragraph 420) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

441. (misnumbered as paragraph 421) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

442. (misnumbered as paragraph 422) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

443. (misnumbered as paragraph 423) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

444. (misnumbered as paragraph 424) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

445. (misnumbered as paragraph 425) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

446. (misnumbered as paragraph 426) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

447. (misnumbered as paragraph 427) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

448. (misnumbered as paragraph 428) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

449. (misnumbered as paragraph 429) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

450. (misnumbered as paragraph 430) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

451. (misnumbered as paragraph 431) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

452. (misnumbered as paragraph 432) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

453. (misnumbered as paragraph 433) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

454. (misnumbered as paragraph 434) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

455. (misnumbered as paragraph 435) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

456. (misnumbered as paragraph 436) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

457. (misnumbered as paragraph 437) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

458. (misnumbered as paragraph 438) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

459. (misnumbered as paragraph 439) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

460. (misnumbered as paragraph 440) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

461. (misnumbered as paragraph 441) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

462. (misnumbered as paragraph 442) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

463. (misnumbered as paragraph 443) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

464. (misnumbered as paragraph 444) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

465. (misnumbered as paragraph 445) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

466. (misnumbered as paragraph 446) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

467. (misnumbered as paragraph 447) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

468. (misnumbered as paragraph 448) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

469. (misnumbered as paragraph 449) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

470. (misnumbered as paragraph 450) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

471. (misnumbered as paragraph 451) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

472. (misnumbered as paragraph 452) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

473. (misnumbered as paragraph 453) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

474. (misnumbered as paragraph 454) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

475. (misnumbered as paragraph 455) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

476. (misnumbered as paragraph 456) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



477. (misnumbered as paragraph 457) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

478. (misnumbered as paragraph 458) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

479. (misnumbered as paragraph 459) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

480. (misnumbered as paragraph 460) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

481. (misnumbered as paragraph 461) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

482. (misnumbered as paragraph 462) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

483. (misnumbered as paragraph 463) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

484. (misnumbered as paragraph 464) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

485. (misnumbered as paragraph 465) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

486. (misnumbered as paragraph 466) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

487. (misnumbered as paragraph 467) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

488. (misnumbered as paragraph 468) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

489. (misnumbered as paragraph 469) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

490. (misnumbered as paragraph 470) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

491. (misnumbered as paragraph 471) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

492. (misnumbered as paragraph 472) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

493. (misnumbered as paragraph 473) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

494. (misnumbered as paragraph 474) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

495. (misnumbered as paragraph 475) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

496. (misnumbered as paragraph 476) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

497. (misnumbered as paragraph 477) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

498. (misnumbered as paragraph 478) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

499. (misnumbered as paragraph 479) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

500. (misnumbered as paragraph 480) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

501. (misnumbered as paragraph 481) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

502. (misnumbered as paragraph 482) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

503. (misnumbered as paragraph 483) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

504. (misnumbered as paragraph 484) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

505. (misnumbered as paragraph 485) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

506. (misnumbered as paragraph 486) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

507. (misnumbered as paragraph 487) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

508. (misnumbered as paragraph 488) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

509. (misnumbered as paragraph 489) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

510. (misnumbered as paragraph 490) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

511. (misnumbered as paragraph 491) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

512. (misnumbered as paragraph 492) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

513. (misnumbered as paragraph 493) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

514. (misnumbered as paragraph 494) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

515. (misnumbered as paragraph 495) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

516. (misnumbered as paragraph 496) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

517. (misnumbered as paragraph 497) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

518. (misnumbered as paragraph 498) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

519. (misnumbered as paragraph 499) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

520. (misnumbered as paragraph 500) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

521. (misnumbered as paragraph 501) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

522. (misnumbered as paragraph 502) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

523. (misnumbered as paragraph 503) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

524. (misnumbered as paragraph 504) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

525. (misnumbered as paragraph 505) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

526. (misnumbered as paragraph 506) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

527. (misnumbered as paragraph 507) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

528. (misnumbered as paragraph 508) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

529. (misnumbered as paragraph 509) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

530. (misnumbered as paragraph 510) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

531. (misnumbered as paragraph 511) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

532. (misnumbered as paragraph 512) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



533. (misnumbered as paragraph 513) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

534. (misnumbered as paragraph 514) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

535. (misnumbered as paragraph 515) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

536. (misnumbered as paragraph 516) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

537. (misnumbered as paragraph 517) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

538. (misnumbered as paragraph 518) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

539. (misnumbered as paragraph 519) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

540. (misnumbered as paragraph 520) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

541. (misnumbered as paragraph 521) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

542. (misnumbered as paragraph 522) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

543. (misnumbered as paragraph 523) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

544. (misnumbered as paragraph 524) Paragraph 524 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

545. (misnumbered as paragraph 525) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

546. (misnumbered as paragraph 526) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

547. (misnumbered as paragraph 527) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

548. (misnumbered as paragraph 528) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

549. (misnumbered as paragraph 529) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

550. (misnumbered as paragraph 530) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

551. (misnumbered as paragraph 531) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

552. (misnumbered as paragraph 532) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

553. (misnumbered as paragraph 533) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

554. (misnumbered as paragraph 534) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

555. (misnumbered as paragraph 535) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

556. (misnumbered as paragraph 536) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

557. (misnumbered as paragraph 537) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

558. (misnumbered as paragraph 538) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

559. (misnumbered as paragraph 539) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

560. (misnumbered as paragraph 540) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

561. (misnumbered as paragraph 541) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

562. (misnumbered as paragraph 542) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

563. (misnumbered as paragraph 543) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

564. (misnumbered as paragraph 544) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

565. (misnumbered as paragraph 545) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

566. (misnumbered as paragraph 546) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

567. (misnumbered as paragraph 547) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

568. (misnumbered as paragraph 548) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

569. (misnumbered as paragraph 549) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

570. (misnumbered as paragraph 550) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

571. (misnumbered as paragraph 551) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

572. (misnumbered as paragraph 552) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

573. (misnumbered as paragraph 553) Paragraph 553 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

574. (misnumbered as paragraph 554) Paragraph 554 of the Amended Complaint, including each subparagraph thereto, contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks

sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

575. (misnumbered as paragraph 555) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

576. (misnumbered as paragraph 556) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

577. (misnumbered as paragraph 557) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

578. (misnumbered as paragraph 558) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

579. (misnumbered as paragraph 559) Paragraph 559 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

580. (misnumbered as paragraph 560) Paragraph 560 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information

to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

581. (misnumbered as paragraph 561) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

582. (misnumbered as paragraph 562) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

583. (misnumbered as paragraph 563) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

584. (misnumbered as paragraph 564) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

585. (misnumbered as paragraph 565) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

586. (misnumbered as paragraph 566) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

587. (misnumbered as paragraph 567) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



588. (misnumbered as paragraph 568) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

589. (misnumbered as paragraph 569) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

590. (misnumbered as paragraph 570) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

591. (misnumbered as paragraph 571) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

592. (misnumbered as paragraph 572) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

593. (misnumbered as paragraph 573) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

594. (misnumbered as paragraph 574) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

595. (misnumbered as paragraph 575) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

596. (misnumbered as paragraph 576) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

597. (misnumbered as paragraph 577) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

598. (misnumbered as paragraph 578) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

599. (misnumbered as paragraph 579) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

600. (misnumbered as paragraph 580) Paragraph 580 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

601. (misnumbered as paragraph 581) Paragraph 581 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

602. (misnumbered as paragraph 582) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

603. (misnumbered as paragraph 583) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

604. (misnumbered as paragraph 584) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**FIRST CAUSE OF ACTION**  
**(Violations of Section 10(b) of the Securities Exchange Act and Rule 10b-5 – Against All Defendants)**

605. (misnumbered as paragraph 585) Paragraph 585 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied.

606. (misnumbered as paragraph 586) Paragraph 586 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

607. (misnumbered as paragraph 587) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

608. (misnumbered as paragraph 588) Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

609. (misnumbered as paragraph 589) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

610. (misnumbered as paragraph 590) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

611. (misnumbered as paragraph 591) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

612. (misnumbered as paragraph 592) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

613. (misnumbered as paragraph 593) Paragraph 593 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

614. (misnumbered as paragraph 594) Paragraph 594 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is

required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

615. (misnumbered as paragraph 595) Paragraph 595 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

616. (misnumbered as paragraph 596) Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

617. (misnumbered as paragraph 597) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**SECOND CAUSE OF ACTION**  
**(Sale of Unregistered Securities – Against the Colliers/Long Parties)**

618. (misnumbered as paragraph 598) Paragraph 598 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied.

619. (misnumbered as paragraph 599) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

620. (misnumbered as paragraph 600) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

621. (misnumbered as paragraph 601) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

622. (misnumbered as paragraph 602) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

623. (misnumbered as paragraph 603) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

### **THIRD CAUSE OF ACTION**

#### **(Control Person Liability Under the Securities Exchange Act – Against All Defendants)**

624. (misnumbered as paragraph 604) Paragraph 604 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

625. (misnumbered as paragraph 605) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

626. (misnumbered as paragraph 606) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

627. (misnumbered as paragraph 607) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

628. (misnumbered as paragraph 608) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

629. (misnumbered as paragraph 609) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

630. (misnumbered as paragraph 610) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

631. (misnumbered as paragraph 611) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

632. (misnumbered as paragraph 612) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

633. (misnumbered as paragraph 613) Paragraph 613 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is

required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

634. (misnumbered as paragraph 614) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**FOURTH CAUSE OF ACTION**  
**(State Law Securities Fraud – Against All Defendants)**

635. (misnumbered as paragraph 615) Paragraph 615 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied.

636. (misnumbered as paragraph 616) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant denies the allegations of this paragraph of the Amended Complaint as incomplete.

637. (misnumbered as paragraph 617) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations contained in this paragraph of the Amended Complaint, and therefore denies the same.

638. (misnumbered as paragraph 618) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

639. (misnumbered as paragraph 619) Defendant denies making any misrepresentations. Defendant otherwise lacks sufficient knowledge or information to form a



belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

640. (misnumbered as paragraph 620) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

641. (misnumbered as paragraph 621) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant denies the allegations of this paragraph of the Amended Complaint as incomplete.

642. (misnumbered as paragraph 622) Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

643. (misnumbered as paragraph 623) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant denies the allegations of this paragraph of the Amended Complaint as incomplete.

644. (misnumbered as paragraph 624) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

645. (misnumbered as paragraph 625) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

646. (misnumbered as paragraph 626) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**FIFTH CAUSE OF ACTION**

**(State Law Securities Violation/Sale by Unlicensed Broker or Investment Adviser – Against the Colliers/Long Parties)**

647. (misnumbered as paragraph 627) Paragraph 627 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied.

648. (misnumbered as paragraph 628) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same. Answering further, Defendant denies the allegations of this paragraph of the Amended Complaint as incomplete.

649. (misnumbered as paragraph 629) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

650. (misnumbered as paragraph 630) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

651. (misnumbered as paragraph 631) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

652. (misnumbered as paragraph 632) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

653. (misnumbered as paragraph 633) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**SIXTH CAUSE OF ACTION**  
**(Materially Aiding State-Law Securities Fraud – Against All Defendants)**

654. (misnumbered as paragraph 634) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

655. (misnumbered as paragraph 635) Denied as to Defendant, including each subparagraph thereto. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

656. (misnumbered as paragraph 636) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

657. (misnumbered as paragraph 637) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

658. (misnumbered as paragraph 638) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**SEVENTH CAUSE OF ACTION**  
**(Common Law Fraud – Against the Colliers/Long Parties)**

659. (misnumbered as paragraph 639) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

660. (misnumbered as paragraph 640) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

661. (misnumbered as paragraph 641) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

662. (misnumbered as paragraph 642) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

663. (misnumbered as paragraph 643) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

664. (misnumbered as paragraph 644) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**EIGHTH CAUSE OF ACTION**  
**(Negligent Misrepresentation Against the Colliers/Long Parties)**

665. (misnumbered as paragraph 645) Paragraph 645 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is

required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

666. (misnumbered as paragraph 646) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

667. (misnumbered as paragraph 647) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

668. (misnumbered as paragraph 648) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

669. (misnumbered as paragraph 649) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

670. (misnumbered as paragraph 650) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

671. (misnumbered as paragraph 651) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

672. (misnumbered as paragraph 652) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

673. (misnumbered as paragraph 653) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

674. (misnumbered as paragraph 654) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

675. (misnumbered as paragraph 655) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

676. (misnumbered as paragraph 656) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**NINTH CAUSE OF ACTION**  
**(Breach of Fiduciary Duty – Against the Colliers/Long Parties, Mary Street, CAMS Realty,  
Mountain West Commercial Real Estate)**

677. (misnumbered as paragraph 657) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

678. (misnumbered as paragraph 658) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

679. (misnumbered as paragraph 659) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

680. (misnumbered as paragraph 660) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

681. (misnumbered as paragraph 661) Paragraph 661 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

682. (misnumbered as paragraph 662) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

683. (misnumbered as paragraph 663) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

684. (misnumbered as paragraph 664) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

685. (misnumbered as paragraph 665) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

686. (misnumbered as paragraph 666) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

687. (misnumbered as paragraph 667) Paragraph 667 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

688. (misnumbered as paragraph 668) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**TENTH CAUSE OF ACTION**  
**(Concealment/Fraudulent Nondisclosure Against the Colliers/Long Parties, Mary Street, CAMS Realty, Mountain West Commercial Real Estate)**

689. (misnumbered as paragraph 669) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

690. (misnumbered as paragraph 670) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

691. (misnumbered as paragraph 671) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



692. (misnumbered as paragraph 672) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

693. (misnumbered as paragraph 673) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

694. (misnumbered as paragraph 674) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

695. (misnumbered as paragraph 675) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

696. (misnumbered as paragraph 676) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**ELEVENTH CAUSE OF ACTION**

**(Elder Abuse/Abuse of Vulnerable Adults by Plaintiffs John Weber and Gayle Weber –  
Against the Colliers/Long Parties, Mary Street, CAMS Realty, Mountain West  
Commercial Real Estate)**

697. (misnumbered as paragraph 677) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

698. (misnumbered as paragraph 678) Paragraph 678 of the Complaint contains only legal conclusions to which no response is required. To the extent a response is required,

Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

699. (misnumbered as paragraph 679) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

700. (misnumbered as paragraph 680) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

701. (misnumbered as paragraph 681) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

702. (misnumbered as paragraph 682) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

703. (misnumbered as paragraph 683) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

704. (misnumbered as paragraph 684) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

705. (misnumbered as paragraph 685) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

706. (misnumbered as paragraph 686) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

707. (misnumbered as paragraph 687) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

708. (misnumbered as paragraph 688) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

709. (misnumbered as paragraph 689) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

710. (misnumbered as paragraph 690) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**TWELFTH CAUSE OF ACTION**  
**(Conspiracy to Engage in Tortious Conduct – Against All Defendants)**

711. (misnumbered as paragraph 691) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

712. (misnumbered as paragraph 692) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

713. (misnumbered as paragraph 693) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

714. (misnumbered as paragraph 694) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

715. (misnumbered as paragraph 695) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**THIRTEENTH CAUSE OF ACTION**  
**(Aiding and Abetting Tortious Conduct Against All Defendants)**

716. (misnumbered as paragraph 696) Paragraph 696 of the Amended Complaint contains only legal conclusions to which no response is required. To the extent a response is required, denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

717. (misnumbered as paragraph 697) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

718. (misnumbered as paragraph 698) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

719. (misnumbered as paragraph 699) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

720. (misnumbered as paragraph 700) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**FOURTEENTH CAUSE OF ACTION**  
**(Negligence – Against Colliers Defendants)**

721. (misnumbered as paragraph 701) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

722. (misnumbered as paragraph 702) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

723. (misnumbered as paragraph 703) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

724. (misnumbered as paragraph 704) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

725. (misnumbered as paragraph 705) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**FIFTEENTH CAUSE OF ACTION**

**(Violations of 18 U.S.C. § 1926(a) – Against Defendants Kevin Long, Spencer Taylor, Brent Smith, and Jerald Adam Long)**

726. (misnumbered as paragraph 706) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

727. (misnumbered as paragraph 707) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

728. (misnumbered as paragraph 708) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

729. (misnumbered as paragraph 709) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

730. (misnumbered as paragraph 710) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

731. (misnumbered as paragraph 711) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

732. (misnumbered as paragraph 712) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

733. (misnumbered as paragraph 713) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

734. (misnumbered as paragraph 714) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

735. (misnumbered as paragraph 715) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

736. (misnumbered as paragraph 716) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

737. (misnumbered as paragraph 717) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

738. (misnumbered as paragraph 718) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

739. (misnumbered as paragraph 719) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

740. (misnumbered as paragraph 720) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

741. (misnumbered as paragraph 721) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

742. (misnumbered as paragraph 722) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

743. (misnumbered as paragraph 723) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

744. (misnumbered as paragraph 724) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

745. (misnumbered as paragraph 725) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

746. (misnumbered as paragraph 726) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.



747. (misnumbered as paragraph 727) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

748. (misnumbered as paragraph 728) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

749. (misnumbered as paragraph 729) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**SIXTEENTH CAUSE OF ACTION**  
**(Violations of 18 U.S.C. § 1926(c) – Against All Defendants)**

750. (misnumbered as paragraph 730) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

751. (misnumbered as paragraph 731) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

752. (misnumbered as paragraph 732) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

753. (misnumbered as paragraph 733) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

754. (misnumbered as paragraph 734) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

755. (misnumbered as paragraph 735) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

756. (misnumbered as paragraph 736) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

757. (misnumbered as paragraph 737) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

758. (misnumbered as paragraph 738) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**SEVENTEENTH CAUSE OF ACTION**  
**(Violation of 18 U.S.C. § 1926(d) – Against All Defendants)**

759. (misnumbered as paragraph 739) Defendant lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

760. (misnumbered as paragraph 740) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

761. (misnumbered as paragraph 741) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, including each subparagraph thereto, and therefore denies the same.

762. (misnumbered as paragraph 742) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

763. (misnumbered as paragraph 743) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

764. (misnumbered as paragraph 744) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

**EIGHTEENTH CAUSE OF ACTION**  
**(Unjust Enrichment of Defendants – Against All Defendants)**

765. (misnumbered as paragraph 745) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

766. (misnumbered as paragraph 746) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

767. (misnumbered as paragraph 747) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

768. (misnumbered as paragraph 748) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

769. (misnumbered as paragraph 749) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

770. (misnumbered as paragraph 750) Denied as to Defendant. Defendant otherwise lacks sufficient knowledge or information to form a belief as to the truth of the allegations of this paragraph of the Amended Complaint, and therefore denies the same.

#### **RESPONSE TO DEMAND FOR RELIEF**

Defendant denies that Plaintiffs are entitled to any of the relief sought in the Amended Complaint, including any relief sought in paragraphs 1 through 4 of the Demand for Relief. Defendant respectfully requests that the Court dismiss Plaintiffs' Amended Complaint and each claim and cause of action asserted therein on the merits and with prejudice, and that the Court award Defendants their costs and attorneys' fees incurred in defending this action as well as such other and further relief as may be warranted.

#### **AFFIRMATIVE DEFENSES**

Defendant asserts the following affirmative defenses without assuming the burden of proof.

**FIRST DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because the Amended Complaint fails to state a claim against Defendant upon which relief may be granted.

**SECOND DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because the alleged securities are not securities under federal or state law.

**THIRD DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because the alleged securities and subject transactions, to the extent they are deemed securities, are subject to exemptions from registration, whether self-executing or otherwise.

**FOURTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because the alleged wrongful conduct was the conduct of others, including the conduct or fault of Plaintiffs.

**FIFTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because Defendant acted in good faith and in good-faith reliance on the information provided by others.

**SIXTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs failed to mitigate their damages, if any.

**SEVENTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs have failed to join one or more necessary and indispensable parties.

**EIGHTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because of their own negligence or fault and by application of the Utah Liability Reform Act, Utah Code §§ 78B-5-817 through 823. Plaintiffs' recovery, if any, should be reduced or barred accordingly. To the extent Plaintiffs' fault was equal to, or greater than, any negligence or fault upon the part of the Defendant, then Defendant are not liable to Plaintiffs under the provisions of the Act.

**NINTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs have failed to satisfy the pleading and substantive requirements of the Private Securities Litigation Reform Act of 1995.

**TENTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because of waiver or estoppel, whether express or implied.

**ELEVENTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because of Plaintiffs unclean hands, bad faith, wrongful or inequitable conduct.

**TWELFTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because Plaintiffs' damages, if any, are the result of Plaintiffs' own actions or omissions, or the acts or omissions of third parties over whom Defendant had no right of control.

**THIRTEENTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because they are barred by the economic loss rule.

**FOURTEENTH DEFENSE**

Plaintiffs' claims are barred, in whole or in part, because Defendant lacked the necessary knowledge, intent, willfulness, or scienter required for them to be held liable.

**RESERVATION**

Defendant reserves the right to assert any other affirmative defenses and/or claims that may come to light during the course of discovery.

**PRAYER FOR RELIEF**

WHEREFORE, Defendant respectfully request that the Plaintiffs' Amended Complaint be dismissed with prejudice and upon the merits, that Defendant be awarded his costs and attorneys' fees incurred in defending this action as provided for by contract or law, and for such other and further relief as the Court may deem necessary, just, and equitable under the circumstances.

DATED this 7th day of July, 2025.

MITCHELL BARLOW & MANSFIELD, P.C.

/s/ J. Ryan Mitchell

J. Ryan Mitchell

Christopher A. Langston

Colby Tinney

*Attorneys for Defendant Blake McDougal*

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on July 7, 2025, I caused a true and correct copy of the foregoing **DEFENDANT BLAKE MCDOUGAL'S ANSWER AND AFFIRMATIVE DEFENSES TO FIRST AMENDED COMPLAINT** to be served via the Court's electronic filing system, which automatically provides notice to all counsel of record in this matter.

/s/ Colby Tinney